

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF OHIO
EASTERN DIVISION**

In Re:) Case No. 19-42174-jpg
)
California Palms, LLC) Judge John P. Gustafson
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Debtor,) Chapter 11 Proceeding
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)

**AMENDED APPLICATION OF DEBTOR-IN-POSSESSION FOR APPROVAL
OF EMPLOYMENT OF ATTORNEYS UNDER GENERAL RETAINER**

The Application of California Palms, LLC, Debtor and Debtor-in-Possession (hereafter "Debtor"), respectfully represents:

1. Debtor filed its Petition for Reorganization pursuant to Chapter 11 of the Bankruptcy Code and Debtor has since continued in possession of its assets and is operating its business as Debtor-in-Possession pursuant to Section 1108 of the Bankruptcy Code.
2. Applicant, as Debtor-in-Possession proposes to employ Richard G. Zellers, Esq. and the law firm of Richard G. Zellers and Associates, 3695 Boardman Canfield Road, Bldg. B, Suite 300, Canfield, Ohio 44406 as attorneys for Applicant Debtor-in- Possession.
3. Applicant proposes to employ Richard G. Zellers, Esq. and the law firm of Richard G. Zellers and Associates for the following purposes:
 - (a). to advise Applicant of its rights, duties and powers as a Debtor-in-Possession;
 - (b). to prepare and file any statements, schedules, plans and other documents or pleadings to be filed by Applicant in this proceedings;
 - (c). to represent Applicant at a" hearings, meetings of creditors, conferences, trials, and other proceedings in this case; and

(d). to perform such other legal services as may be necessary in connection with this proceeding.

4. Applicant has made careful and diligent inquiry and is satisfied that Richard G. Zellers and the law firm of Richard G. Zellers and Associates are qualified and competent to represent California Palms, LLC in this case for the following reasons:

(a). the attorneys are acquainted with Applicant's business operation and financial affairs;

(b). the attorneys are admitted to practice before this Court and are experienced in bankruptcy practice.

5. Applicant is informed and believes that Richard G. Zellers, Esq. and the law firm of Richard G. Zellers and Associates have no connection with California Palms, LLC, its creditors, or any other party in interest and/or their respective attorneys or accountants, except that said attorneys have acquainted themselves with the Debtor's management and are familiar with the Debtor's business operation and financial affairs; that Richard G. Zellers, Esq. and the law firm of Richard G. Zellers and Associates do not hold or represent an interest adverse to the estate with respect to the matters on which the attorneys are to be employed; and that the employment of Richard G. Zellers, Esq. and the law firm of Richard G. Zellers and Associates is in the best interest of the estate.

6. Richard G. Zellers and the law firm of Richard G. Zellers and Associates received a \$5,000 retainer to be applied on their fees to be allowed in this case. Richard G. Zellers, Esq. and Richard G. Zellers and Associates shall bill at the rate of \$300.00 per hour for services rendered.

7. Payment shall be made from the refinancing or sale of the assets, or in a plan of reorganization. Payment may be subject to approval of the Court after application and notice.

WHEREFORE. Applicant respectfully moves this Court for an Order approving the employment of Richard G. Zellers, Esq. and the law firm of Richard G. Zellers and Associates as attorneys for the Debtor-in-Possession, California Palms, LLC.



Sebastian Rucci, Managing Member
California Palms, LLC

Date: December 13, 2019

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AMENDED AFFIDAVIT OF COUNSEL

STATE OF OHIO)
)
) SS
MAHONING COUNTY)

Now comes Richard G. Zellers, Attorney at Law, who states under oath the following:

1. That he is an attorney admitted to practice law in the state of Ohio and before the United States District Court for the Northern District of Ohio, Eastern Division.
2. That except for having consulted Debtor regarding a Chapter 11 proceeding and preparing and filing related documents herein, and representing Debtor in its prior Chapter 11 and representing Debtor in its negotiations with the secured creditor, Affiant has no connection with California Palms, LLC, its creditors, nor does he have any connections with any other party in interest, their respective

attorneys or accountants, the United States Trustee, or any person employed in the office of the United States Trustee, other than serving as a panel Trustee on other non-related cases.

3. That neither Affiant nor any partner, member or associate of his firm is related in any way to any Judge of the United States District or Bankruptcy Courts for the Northern District of Ohio, or the Offices of the United States Trustee, or any employee thereof,

4. That neither affiant, nor any partner, member or associate of his firm is now nor ever has been connected in any manner whatsoever with any Judge of the United States District or Bankruptcy Courts for the Northern District of Ohio, or the Office of the United States Trustee, or any employee thereof, as to render such employment improper.

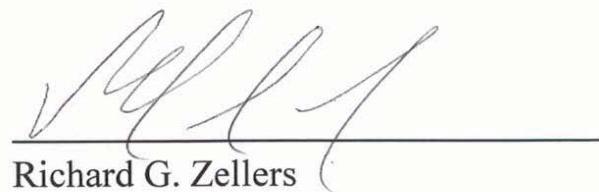
5. That to the best of Affiant's knowledge, he has no relationship by either relation, financial, or otherwise to any debtor, creditors, attorneys, accountants, or other parties in interest, their respective attorneys and accountants.

6. That he is acquainted with the management, business operation and financial affairs of California Palms, LLC.

7. That he is a disinterested person and does not hold or represent an interest adverse to the estate with respect to the matter on which he is proposed to be employed.

8. That he and the law firm of Richard G. Zellers and Associates received a retainer of \$5,000 and shall bill at the rate of \$300.00 per hour.

9. That neither he nor the law firm of Richard G. Zellers and Associates shared or agreed to share any portion of the compensation paid or to be paid in connection with this case set forth in the Attorney's Disclosure Statement that was filed with the Court in this proceeding.



Richard G. Zellers

Sworn to before me and subscribed in my presence this 13th day of December, 2019



Michelle Adriana Rucci

Notary Public



Michelle Adriana Rucci
Notary Public
State of Ohio
My Commission Expires
June 1, 2022

CERTIFICATE OF SERVICE

I hereby certify that on the date hereof, a true and correct copy of the foregoing Amended Application of Debtor-in-possession for Approval of Employment of Attorneys under General Retainer was served upon the following in the manner indicated:

Via the court's Electronic Case Filing System on these entities and individuals who are listed on the court's Electronic Mail Notice List:

- United States Trustee (Registered address)@usdoj.gov
- Sven T. Nylen, snylen@beneschlaw.com, Attorney for Creditor Pender
- John A. Polinko, jpolinko@wickenslaw.com, Attorney for Receiver
- Christopher W. Peer, cpeer@wickenslaw.com, Attorney for Receiver
- Elliot M. Smith, esmith@beneschlaw.com, Attorney for Pender
- Josh Vaughan, JV Vaughan@amer-collect.com, Attorney for State of Ohio, Bureau of Workers Compensation, Dept. JFS, and Dept of Taxation

and by first-class United States mail, postage prepaid, on the following as listed on the Debtor's list of its 20 largest unsecured creditors:

- Law Office of Jeff Kurz, 42 N. Phelps Street, Youngstown, Ohio, 44503-1130
- Law Office of James Vitullo, 5232 Nashua Drive, Austintown, Ohio, 44515-5122
- Ohio Bureau of Workers Compensation Law Section Bankruptcy Unit, P.O. Box 15567, Columbus, Ohio, 43215-0567
- Ohio Department of Taxation, ATTN: Bankruptcy Division, P.O. Box 530, Columbus, Ohio, 43216-0530

/s/Richard G. Zellers

Richard G. Zellers (Ohio Bar No 11764)